

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.) Case No. 01-01139 JKF
) (Jointly Administered)
Debtors.)
Re: Docket Nos. 17386
12/17/07 Agenda Item No. 9

**CERTIFICATION OF COUNSEL ON ORDERS AUTHORIZING
SETTLEMENT OF ASBESTOS PROPERTY DAMAGE CLAIM FILED BY
THE CITY OF BARNESVILLE, REPRESENTED BY MOTLEY RICE LLC**

1. On November 16, 2007, the Debtors filed the *Motion of the Debtors for Entry of an Order Authorizing Settlement of Claim Filed By the City of Barnesville, Represented by Motley Rice LLC* (the “Motion”) for an order authorizing the settlement of an asbestos property damage claim filed by the City of Barnesville (the “Motley Rice Claimant”) represented by the law firm of Motley Rice LLC.

2. Prior to the objection deadline set for the Motion, counsel for the appointed legal representative of future asbestos personal injury claims (“FCR”) requested that certain minor changes be made to the draft order attached to the Motion, so that the Order would be consistent with the orders previously entered by the Court approving settlements with other claimants represented by the firm of Morley Rice LLC.

3. Attached hereto as Exhibit A is a copy of the revised order that is acceptable to the FCR.

4. No objections were filed to the Motion.

5. As a result, the Debtors hereby request entry of the attached revised Order approving the Motion.

Dated: December 7, 2007

KIRKLAND & ELLIS LLP
David M. Bernick, P.C.
Janet S. Baer
Lisa G. Esayian
200 East Randolph Drive
Chicago, IL 60601
(312) 861-2000 (phone)
(312) 861-2200 (fax)

and

PACHULSKI STANG ZIEHL & JONES LLP

James E O'Neill

Laura Davis Jones (Bar No. 2436)
James O'Neill (Bar No. 4042)
Timothy P. Cairns (Bar No. 4228)
919 North Market Street, 17th Floor
P. O. Box 8705
Wilmington, Delaware 19899-8705
Telephone: 302 652-4100
Facsimile: 302-652-4400

Co-Counsel for the Debtors and Debtors-In-Possession